

UNITED STATES BANKRUPTCY COURT
 _____ DISTRICT OF Delaware

In Re. Faktos Inc, S.A.P.I. de C.V.

Case No. 23-11325

 Debtor(s)

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☒ Jointly Administered**Monthly Operating Report**

Chapter 11

Reporting Period Ended: 06/30/2024Petition Date: 08/27/2023Months Pending: 10Industry Classification:

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Reporting Method: _____ Accrual Basis ☒Cash Basis ☐

Debtor's Full-Time Employees (current):

0

Debtor's Full-Time Employees (as of date of order for relief):

0**Supporting Documentation** (check all that are attached):

(For jointly administered debtors, any required schedules must be provided on a non-consolidated basis for each debtor)

- ☒ Statement of cash receipts and disbursements
- ☒ Balance sheet containing the summary and detail of the assets, liabilities and equity (net worth) or deficit
- ☒ Statement of operations (profit or loss statement)
- ☐ Accounts receivable aging
- ☐ Postpetition liabilities aging
- ☐ Statement of capital assets
- ☐ Schedule of payments to professionals
- ☐ Schedule of payments to insiders
- ☐ All bank statements and bank reconciliations for the reporting period
- ☐ Description of the assets sold or transferred and the terms of the sale or transfer

/s/ Gregory J. Flasser

Signature of Responsible Party

08/20/2024

Date

Gregory J. Flasser

Printed Name of Responsible Party

1313 North Market Street, 6th Floor

P.O. Box 951

Wilmington, Delaware 19801

Address

STATEMENT: This Periodic Report is associated with an open bankruptcy case; therefore, Paperwork Reduction Act exemption 5 C.F.R. § 1320.4(a)(2) applies.

Debtor's Name Faktos Inc, S.A.P.I. de C.V.

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Part 1: Cash Receipts and Disbursements		Current Month	Cumulative
a. Cash balance beginning of month		\$0	
b. Total receipts (net of transfers between accounts)		\$544	\$4,313
c. Total disbursements (net of transfers between accounts)		\$544	\$4,888
d. Cash balance end of month (a+b-c)		\$0	
e. Disbursements made by third party for the benefit of the estate		\$0	\$0
f. Total disbursements for quarterly fee calculation (c+e)		\$544	\$4,888

Part 2: Assets and Liabilities		Current Month	Cumulative
(Not generally applicable to individual debtors; see Section 1121.)			
a. Accounts receivable (total net of allowance)		\$7,808,200	
b. Accounts receivable over 90 days outstanding (net of allowance)		\$7,808,200	
c. Inventory (Book <input checked="" type="radio"/> Market <input type="radio"/> Other <input type="radio"/> (attach explanation))		\$0	
d. Total current assets		\$9,306,380	
e. Total assets		\$13,795,810	
f. Postpetition payables (excluding taxes)		\$90,550	
g. Postpetition payables past due (excluding taxes)		\$11,471	
h. Postpetition taxes payable		\$1,502,370	
i. Postpetition taxes past due		\$0	
j. Total postpetition debt (f+h)		\$1,592,920	
k. Prepetition secured debt		\$0	
l. Prepetition priority debt		\$0	
m. Prepetition unsecured debt		\$24,350,361	
n. Total liabilities (debt) (j+k+l+m)		\$25,943,281	
o. Ending equity/net worth (e-n)		\$-12,147,471	

Part 3: Cash Sales and Payments		Current Month	Cumulative
a. Total cash sales price for assets sold/transferred outside the ordinary course of business		\$0	\$0
b. Total payments to third parties incident to assets being sold/transferred outside the ordinary course of business		\$0	\$0
c. Net cash proceeds from assets sold/transferred outside the ordinary course of business (a-b)		\$0	\$0

Part 4: Income and Expenses		Current Month	Cumulative
a. Gross income/sales (net of returns and allowances)		\$0	
b. Cost of goods sold (inclusive of depreciation, if applicable)		\$0	
c. Gross profit (a-b)		\$0	
d. Selling expenses		\$0	
e. General and administrative expenses		\$460	
f. Other expenses		\$-53,000	
g. Depreciation and/or amortization (not included in 4b)		\$68,420	
h. Interest		\$0	
i. Taxes (local, state, and federal)		\$0	
j. Reorganization items		\$0	
k. Profit (loss)		\$-15,880	\$-290,671

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Part 5: Professional Fees and Expenses

			Approved Current Month	Approved Cumulative	Paid Current Month	Paid Cumulative
a.	Debtor's professional fees & expenses (bankruptcy) <i>Aggregate Total</i>					
<i>Itemized Breakdown by Firm</i>						
	Firm Name	Role				
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b.			Approved Current Month	Approved Cumulative	Paid Current Month	Paid Cumulative
	Debtor's professional fees & expenses (nonbankruptcy) <i>Aggregate Total</i>					
	<i>Itemized Breakdown by Firm</i>					
	Firm Name	Role				
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	c					
All professional fees and expenses (debtor & committees)						

Part 6: Postpetition Taxes

a. Postpetition income taxes accrued (local, state, and federal)	\$0	\$0
b. Postpetition income taxes paid (local, state, and federal)	\$0	\$0
c. Postpetition employer payroll taxes accrued	\$0	\$0
d. Postpetition employer payroll taxes paid	\$0	\$0
e. Postpetition property taxes paid	\$0	\$0
f. Postpetition other taxes accrued (local, state, and federal)	\$0	\$0
g. Postpetition other taxes paid (local, state, and federal)	\$0	\$0

Part 7: Questionnaire - During this reporting period:

- a. Were any payments made on prepetition debt? (if yes, see Instructions) Yes ☐ No ☒
- b. Were any payments made outside the ordinary course of business without court approval? (if yes, see Instructions) Yes ☐ No ☒
- c. Were any payments made to or on behalf of insiders? Yes ☒ No ☐
- d. Are you current on postpetition tax return filings? Yes ☒ No ☐
- e. Are you current on postpetition estimated tax payments? Yes ☒ No ☐
- f. Were all trust fund taxes remitted on a current basis? Yes ☐ No ☒
- g. Was there any postpetition borrowing, other than trade credit? (if yes, see Instructions) Yes ☐ No ☒
- h. Were all payments made to or on behalf of professionals approved by the court? Yes ☐ No ☐ N/A ☒
- i. Do you have:
- Worker's compensation insurance? Yes ☒ No ☐
 - If yes, are your premiums current? Yes ☒ No ☐ N/A ☐ (if no, see Instructions)
 - Casualty/property insurance? Yes ☒ No ☐
 - If yes, are your premiums current? Yes ☒ No ☐ N/A ☐ (if no, see Instructions)
 - General liability insurance? Yes ☒ No ☐
 - If yes, are your premiums current? Yes ☒ No ☐ N/A ☐ (if no, see Instructions)
- j. Has a plan of reorganization been filed with the court? Yes ☐ No ☒
- k. Has a disclosure statement been filed with the court? Yes ☐ No ☒
- l. Are you current with quarterly U.S. Trustee fees as set forth under 28 U.S.C. § 1930? Yes ☒ No ☐

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a. Gross income (receipts) from salary and wages	\$0
b. Gross income (receipts) from self-employment	\$0
c. Gross income from all other sources	\$0
d. Total income in the reporting period (a+b+c)	\$0
e. Payroll deductions	\$0
f. Self-employment related expenses	\$0
g. Living expenses	\$0
h. All other expenses	\$0
i. Total expenses in the reporting period (e+f+g+h)	\$0
j. Difference between total income and total expenses (d-i)	\$0
k. List the total amount of all postpetition debts that are past due	\$0
l. Are you required to pay any Domestic Support Obligations as defined by 11 U.S.C § 101(14A)? Yes <input type="radio"/> No <input checked="" type="radio"/>	
m. If yes, have you made all Domestic Support Obligation payments? Yes <input type="radio"/> No <input type="radio"/> N/A <input checked="" type="radio"/>	

Privacy Act Statement

28 U.S.C. § 589b authorizes the collection of this information, and provision of this information is mandatory under 11 U.S.C. §§ 704, 1106, and 1107. The United States Trustee will use this information to calculate statutory fee assessments under 28 U.S.C. § 1930(a)(6). The United States Trustee will also use this information to evaluate a chapter 11 debtor's progress through the bankruptcy system, including the likelihood of a plan of reorganization being confirmed and whether the case is being prosecuted in good faith. This information may be disclosed to a bankruptcy trustee or examiner when the information is needed to perform the trustee's or examiner's duties or to the appropriate federal, state, local, regulatory, tribal, or foreign law enforcement agency when the information indicates a violation or potential violation of law. Other disclosures may be made for routine purposes. For a discussion of the types of routine disclosures that may be made, you may consult the Executive Office for United States Trustee's systems of records notice, UST-001, "Bankruptcy Case Files and Associated Records." See 71 Fed. Reg. 59,818 et seq. (Oct. 11, 2006). A copy of the notice may be obtained at the following link: http://www.justice.gov/ust/eo/rules_regulations/index.htm. Failure to provide this information could result in the dismissal or conversion of your bankruptcy case or other action by the United States Trustee. 11 U.S.C. § 1112(b)(4)(F).

I declare under penalty of perjury that the foregoing Monthly Operating Report and its supporting documentation are true and correct and that I have been authorized to sign this report on behalf of the estate.

/s/ James P. Carroll

Signature of Responsible Party

Wind Down Manager

Title

James P Carroll

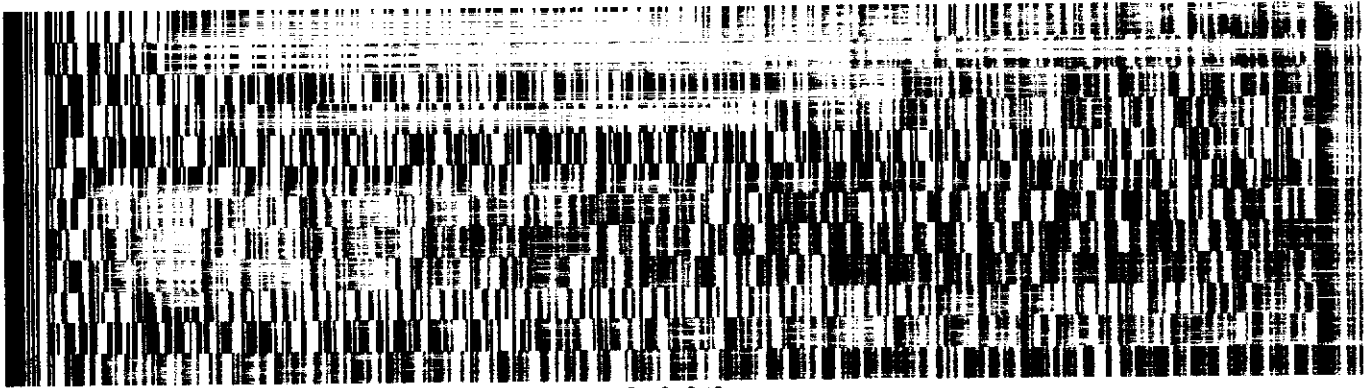
Printed Name of Responsible Party

08/20/2024

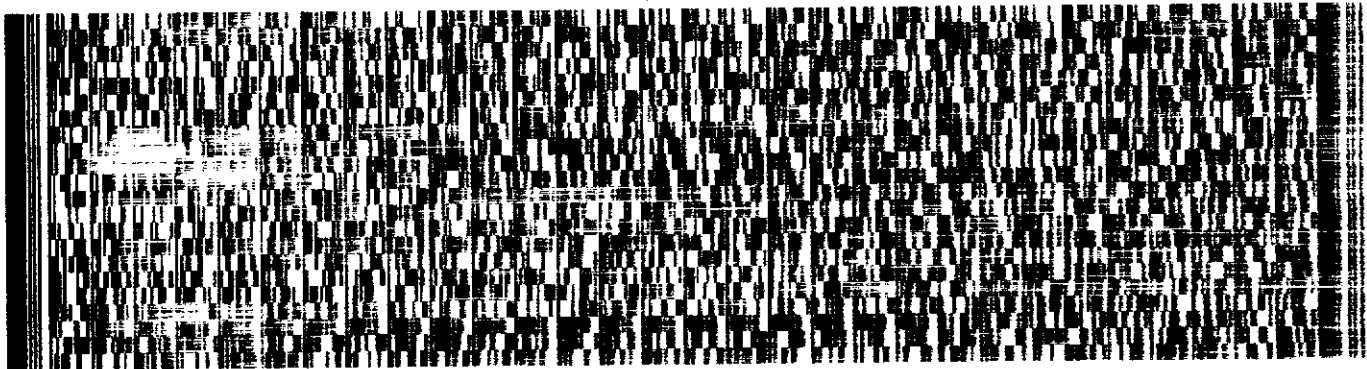
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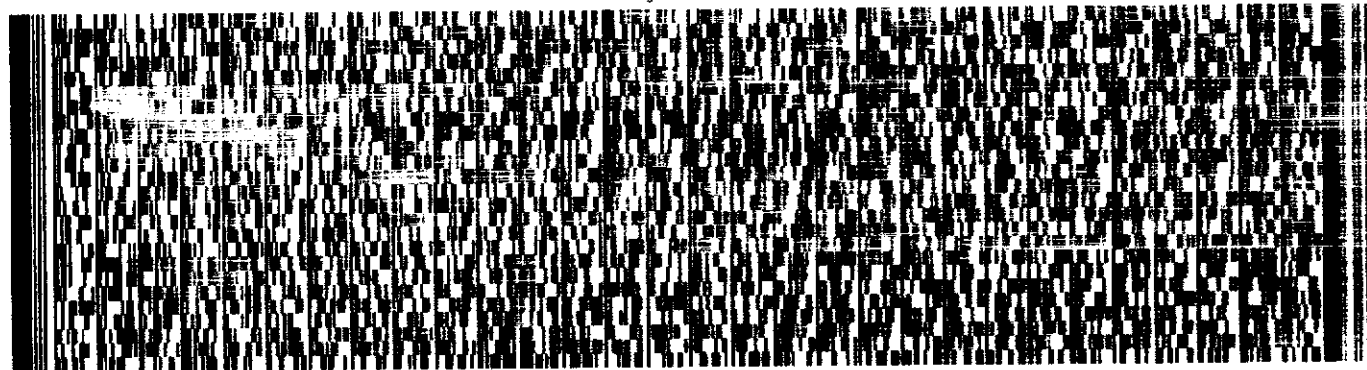
Case No. 23-11325



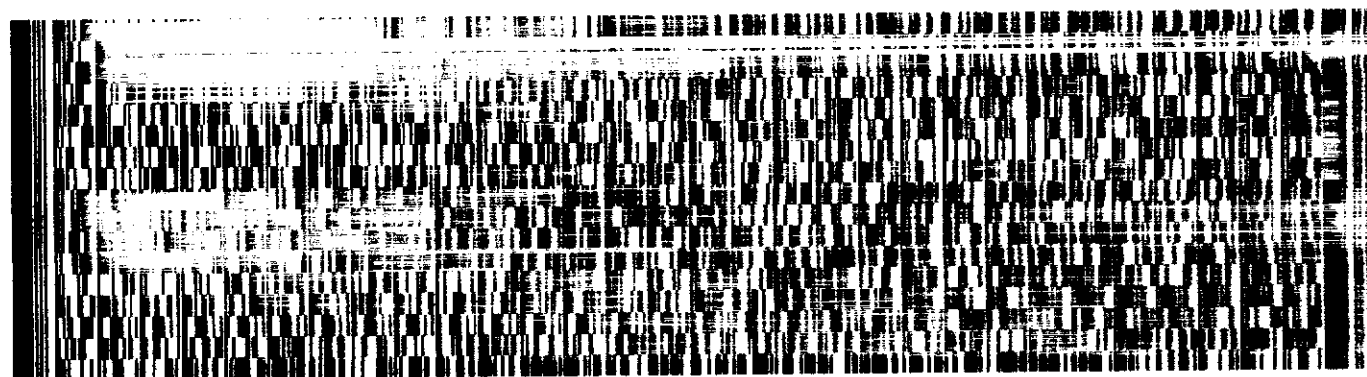
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Faktos Inc, S.A.P.I. de C.V. - Case No.23-11325 (JKS) (Judge J. Kate Stickles)**Balance Sheet by Entity**

(\$000 USD)

1027

Company Name Faktos Inc, S.A.P.I. de C.V.

CURRENT ASSETS

Cash	-
Restricted Cash	-
Accounts Receivable	-
Unbilled A/R	7
Other Debtors	-
New Co. - Old Co. AR	-
Related Parties and Subsidiaries AR	7,808
Advanced payments	-
Other Assets	-
Recoverable TAX	-
Recoverable VAT	1,492
Total Current Assets	9,306

NON CURRENT ASSETS

Net fixed assets	-
Other Debtors LT	-
Security deposit	-
Software & licenses	-
Brand	-
Commercial Relations	4,489
Goodwill	-
Deferred Taxes A	-
Investment in Shares	-
Right of Use Assets	-
Total Non Current Assets	4,489
TOTAL ASSETS	13,795

CURRENT LIABILITIES

Bank loans	-
Finance Lease	-
Liabilities	(0)
Liabilities Pre	11
Accruals	-
Other Current Liabilities	-
Bonuses provision	-
New Co. - Old Co. AP	-
Related Parties and Subsidiaries AP	24,427
Cash Earnouts ST	-
Other payable taxes	-
Payable VAT	329
Income taxes	(228)
Lease liability ST	-
Unearned Revenue	-
Unearned Cost	-
Total Current Liabilities	24,539

LONG TERM LIABILITIES

Bank loans LT	-
Finance Lease LT	-
Cash Earnout LT	-
Accrued liabilities LT	-
Deferred Taxes B	1,402
Lease liability	-
Total Long Term Liabilities	1,402
TOTAL LIABILITIES	25,942

STOCKHOLDERS EQUITY

Stockholders Equity	3,436
Retained Earnings	(15,411)
Net Income	(192)
OCI	-
Accumulated other comprehensive loss	20
TOTAL STOCKHOLDERS EQUITY	(12,147)
TOTAL LIABILITIES AND EQUITY	13,795

Faktos Inc, S.A.P.I. de C.V. - Case No.23-11325 (JKS) (Judge J. Kate Stickles)

Cash Flow by Entity

<i>(USD)</i>	
Company Code	1027
Faktos Inc, S.A.P.I. de C.V.	
Company Name	C.V.
Cash beginning of the month	-
AR	-
INTERCO	544
Factoring	-
DIP Borrowing	-
Total Receipts (net of transfers between accounts)	544
Payroll	-
Supplier	(544)
Taxes	-
Interco	-
Restructuring Expenses	-
Total disbursements (net of transfers between accounts)	(544)
Cash balance end of month	-

Faktos Inc, S.A.P.I. de C.V. - Case No.23-11325 (JKS) (Judge J. Kate Stickles)**Profit and Loss by Entity Without Intercompany Eliminations (Accrual Basis)**

(\$000 USD)	
Company Code	1027
Faktos Inc, S.A.P.I. de C.V.	
Company Name	de C.V.
Revenue	-
Intercompany revenue	-
Cost	-
Intercompany Cost	-
Gross Margin	-
Sales Staff	-
Sales Staff Bonus	-
Delivery Staff	-
Delivery Staff Bonus	-
Personnel Back Office Cost	-
Personnel Back Office Cost Bonus	-
Travel & Entertainment	-
Professional Services	-
Marketing	-
Rent & Maintenance	0
Computing & Equipment	-
IT Infrastructure	-
Training & Recruitment	-
Telephone & Communications	-
Severance Provisions	-
Bank Commissions	0
Other General Expenses	-
Reserve for Doubtful Collection Accounts	-
Intercompany Expenses	-
Expense new co & old co	-
Total General Expenses	0
Other Expenses	-
Change in fair value Impairment	-
Other Revenue	-
Restructuring Expenses	-
Reorganization Items	-
D&A	69
Operating Profit	(69)
Paid Interests	-
Fines & Penalties	-
Intercompany Interest	-
Interest new co & old co	-
FX Loss	(21)
Gained Interests	-
FX Gain	(32)
Total Financial Expenses	(53)
Earnings Before Taxes	(16)
Taxes	-
Deferred Taxes	-
Net Income	(16)